

Preamble

LIBELLULE CONSEILS has adopted this notice regarding protection of privacy of Personal Data (the "Privacy Notice") in order to assist in establishing and maintaining an adequate level of Personal Data privacy in the collecting, processing, disclosing and cross-border transfer of Personal Data including that relating to current, past and prospective LIBELLULE CONSEILS Personnel, Clients, suppliers, contractors and business associates of the LIBELLULE CONSEILS Firms.

The Privacy Notice was last reviewed on December 12, 2018 to reflect the provisions of the General Data Protection Regulation.

I. Definitions

"Applicable Data Protection Laws" means the French legislation on data protection no78-17 of 6 January 1978 as subsequently amended and consolidated and Regulation (EU) 2016/679 of the European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the Processing of Personal Data and on the free movement of such data, and repealing Directive 95/46/EC, and all other laws and regulations relating to or impacting the processing of Personal Data, if applicable.

"Client" means the Party (or Parties) signatory (or signatories) of the engagement letter or contract with LIBELLULE CONSEILS and beneficiary (or beneficiaries) of the Services.

"Controller" means the natural or legal person, public authority, agency or other body which, alone or jointly with others, determines the purposes and means of the Processing of Personal Data.

"Controlled Party (ies)" means any legal entity which is wholly or dominantly owned and controlled by a LIBELLULE CONSEILS Firm.

"Data Subject" means any identified or identifiable natural person; an identifiable person is one who can be identified, directly or indirectly, in particular by reference to an identification number or to one or more factors specific to the person's physical, physiological, mental, economic, cultural or social identity.

"Inter-Firm Agreement" means the agreement entered into between the LIBELLULE CONSEILS Firms setting out the terms on which international transfers of Personal Data are to be carried out within the network of LIBELLULE CONSEILS Firms.

"LIBELLULE CONSEILS International" means LIBELLULE CONSEILS International a cooperative organized and existing under the laws of Switzerland and headquartered in the Netherlands.

"LIBELLULE CONSEILS" means LIBELLULE CONSEILS SAS, a company capital organized under the laws of France, having its registered office at 53 rue Cardinet – 75017 Paris (France), and any LIBELLULE CONSEILS Firms controlled by LIBELLULE CONSEILS SAS and/or LIBELLULE CONSEILS SAS Transitional affiliates in France.

"LIBELLULE CONSEILS Firms" means (i) LIBELLULE CONSEILS (ii) any entity which is either: (a) a signatory to the LIBELLULE CONSEILS International Cooperative membership agreement; (b) a firm to which membership benefits are sublicensed by a Member Firm of LIBELLULE CONSEILS International Cooperative; (c) any entity, subsidiary or affiliate owned in whole or in part by any of the entities described in Sections (a) and (b), supra; (d) a Transitional affiliate of any of the above firms described in paragraphs (a), (b) and (c), supra. **"Transitional affiliates"** shall mean any unrelated legal entity that either has entered into an agreement to become a part of, or affiliated with, a Member Firm or was formerly part of, or affiliated with, a Member Firm, provided that such Transitional affiliate has entered into an agreement with a Member Firm or LIBELLULE CONSEILS SAS that relates to transitional support.

“LIBELLULE CONSEILS Personnel” means all partners, directors, officers, employees, individual contractors and other personnel of LIBELLULE CONSEILS or a LIBELLULE CONSEILS Firm.

“Personal Data” means any information relating to an identified or identifiable Data Subject.

“Process,” “processes,” “processing,” “processing” and **“processed”** shall mean any operation or set of operations that is performed upon Personal Data or on sets of Personal Data, whether or not by automatic means, such as collection, recording, organization, structuring, storage, adaptation, alteration, retrieval, consultation, use, transfer, disclosure by transmission, dissemination or otherwise making available, alignment or combination, blocking, restriction, erasure or destruction.

“Processor” means a natural or legal person which processes personal data on behalf of the Controller, pursuant to specific and written instructions.

“Sensitive Personal Data” means Personal Data: (i) revealing information as to a Data Subject’s racial or ethnic origin, political opinions, religious or philosophical beliefs, offences, criminal convictions, criminal history, trade union membership, genetic data, biometric data, health, sex life or sexual orientation; or (ii) which does not fall into any of the categories in (i), but which is (a) regulated under national privacy law in the jurisdiction from which it was exported in the same manner as those types of Personal Data and (b) the relevant LIBELLULE CONSEILS Firm has informed LIBELLULE CONSEILS that the Personal Data should be treated as sensitive personal data.

“Services” means services to be delivered by LIBELLULE CONSEILS to Client under the terms and conditions set forth in an engagement letter or contract.

II. Scope

This Privacy Notice only applies to Personal Data which is processed by or on behalf of LIBELLULE CONSEILS.

LIBELLULE CONSEILS processes Personal Data fairly and lawfully in accordance with Applicable Data Protection Laws.

In the event of any conflict between this Privacy Notice and Applicable Data Protection Laws, the provisions of Applicable Data Protection Laws shall prevail.

III. LIBELLULE CONSEILS’s Ten Principles for Handling Personal Data as a Controller

LIBELLULE CONSEILS will be **“Controller”** where it determines the purposes and means by which Personal Data is used. For instance, LIBELLULE CONSEILS shall be Controller in relation to (i) all employee data for the purpose of handling recruitment and human resources activities; (ii) LIBELLULE CONSEILS’s Clients and prospective Clients’ data for the purpose of managing LIBELLULE CONSEILS contractual relationship with them and informing them about its Services, (iii) suppliers and sub-contractors data for the purpose of managing LIBELLULE CONSEILS’s contractual relationship with them.

While performing Services, LIBELLULE CONSEILS may have access to Client’s documents which may contain Personal Data and /or process Personal Data initially collected by its Client directly or indirectly from Data Subjects (such as Client’s employees, clients and suppliers).

LIBELLULE CONSEILS will generally be Controller on those Client engagements where LIBELLULE CONSEILS performs Services independently or for certain consultancy Services, where Client does not determine the purpose and means by which Personal Data is used, nor provides specific instructions on how Personal Data shall be processed.

When LIBELLULE CONSEILS and Client jointly determine the purposes and means by which Personal Data is used in the context of a mission or Services, LIBELLULE CONSEILS and Client may be “Joint-Controllers” and shall define precisely, in the relevant engagement letter or contract, the scope of their respective responsibilities. Unless otherwise provided, Client shall remain in charge of informing Data Subjects of the processing of their Personal Data, their rights, and act as a direct point of contact with them.

In handling Personal Data as a Controller or joint-Controller, LIBELLULE CONSEILS and LIBELLULE CONSEILS Personnel will abide by the following ten key principles:

1- Transparency:

Where LIBELLULE CONSEILS collects Personal Data directly from Data Subjects, LIBELLULE CONSEILS will provide those Data Subjects with information about how LIBELLULE CONSEILS processes their Personal Data to the extent necessary to ensure that processing is fair and lawful. In circumstances where LIBELLULE CONSEILS Clients transfer Personal Data to LIBELLULE CONSEILS, LIBELLULE CONSEILS shall not be obliged to inform Data Subjects on the type of Personal Data processing made by LIBELLULE CONSEILS in connection with the Services.

2- Purpose limitation:

LIBELLULE CONSEILS will only process Personal Data for the purposes (i) set out in the engagement letter or contract entered between LIBELLULE CONSEILS and its Client or provider or in any notice made available to the relevant Data Subjects which are relevant to LIBELLULE CONSEILS; (ii) as required by law; (iii) for the pursuing of LIBELLULE CONSEILS’s legitimate interests, (iv) for public interests or (v) where consented to by the relevant Data Subjects.

Examples of the ‘legitimate interests’ referred to above are:

- To prevent fraud or criminal activity and to safeguard our IT systems, assets and places of work.
- To meet LIBELLULE CONSEILS’s corporate and social responsibility obligations.
- To exercise our fundamental rights in the EU under Articles 16 and 17 of the Charter of Fundamental Rights, including our freedom to conduct a business and right to property.
- To benefit from cost-effective services (e.g. LIBELLULE CONSEILS may opt to use certain IT platforms offered by suppliers).
- To provide for a centralized, global approach to the provision of IT services to our employees, and enable staff working for LIBELLULE CONSEILS Firms to interact with one another. This normally involves the hosting of your contact and e-mail information to allow LIBELLULE CONSEILS’s global IT network to be established and populated with relevant details.

3- Data quality and proportionality:

Personal Data shall be kept accurate and where necessary, up to date. The Personal Data LIBELLULE CONSEILS holds must be adequate, relevant and not excessive for the purposes for which they are processed and shall only be retained for as long as necessary for the purposes of the relevant processing.

4- Security and confidentiality:

Reasonable precautions must be taken to secure Personal Data against accidental or unlawful destruction or loss, alteration, unauthorized disclosure or access. These precautions include technical, physical and organizational security measures, such as measures to prevent unauthorized access, that are commensurate with the sensitivity of the information and the level of risk associated with the processing of the Personal Data.

Where LIBELLULE CONSEILS processes Personal Data on behalf of another LIBELLULE CONSEILS Firm, it will only act under the first firm's instructions.

5- Access, rectification, deletion and objection:

Data Subjects shall have access to their Personal Data that is held by LIBELLULE CONSEILS, where those requests are reasonable and permitted by law. LIBELLULE CONSEILS agrees to rectify, amend, or delete Personal Data upon request where it is inaccurate or where it is being used contrary to these key principles.

Data Subjects shall be able to object to the processing of their Personal Data if there are compelling legitimate grounds relating to their particular situation, to the extent required and permitted by Applicable Data Protection Laws. Data Subjects have also a right to data portability pursuant article 20 of the General Data Protection Regulation, as well as the other rights provided by Applicable Data Protection Laws.

6- Sensitive Personal Data:

Where LIBELLULE CONSEILS process Sensitive Personal Data, it will take such additional measures (e.g., relating to security) as are necessary to protect such Sensitive Personal Data in accordance with Applicable Data Protection Laws.

7- Data used for marketing purposes:

Where LIBELLULE CONSEILS processes Personal Data for the purposes of direct marketing, LIBELLULE CONSEILS will have effective procedures allowing Data Subjects at any time to "opt-out" from having their Personal Data used for such purposes.

8- Automated Processing:

Where LIBELLULE CONSEILS processes Personal Data on a purely automated basis that has a significant impact on a Data Subject, LIBELLULE CONSEILS shall give the Data Subject the opportunity to discuss the output of such processing before making those decisions (save to the extent otherwise permitted under Applicable Data Protection Laws).

9- Data minimization:

Where LIBELLULE CONSEILS retains a Data Subject's Personal Data, LIBELLULE CONSEILS will do so in a form identifying or rendering a Data Subject identifiable only if relevant regarding the purpose(s) and for so long as it serves the purpose(s) for which it was initially collected or subsequently authorized except to the extent permitted by Applicable Data Protection Laws.

10- Information transfer and compliance:

Within the global network of LIBELLULE CONSEILS Firms, Personal Data may be transferred outside the country in which it was collected, including countries outside of the European Economic Area, for legitimate business activities in accordance with Applicable Data Protection Laws. In addition, in accordance with Applicable Data Protection Laws, LIBELLULE CONSEILS may store Personal Data in facilities operated by other LIBELLULE CONSEILS Firms and/or third parties on behalf of LIBELLULE CONSEILS outside the country in which the Personal Data was collected.

Nevertheless, Personal Data must not be transferred to another country unless the transferor has assurance that an adequate level of protection is in place in relation to that Personal Data as required under Applicable Data Protection Laws. In the case of each LIBELLULE CONSEILS Firm, an adequate level of protection is ensured by the Inter-Firm Agreement which each LIBELLULE CONSEILS Firm shall abide by, including LIBELLULE CONSEILS, or by Binding Corporate Rules (if and when adopted by LIBELLULE

CONSEILS Firms) or any other mechanism officially recognized by Applicable Data Protection Laws as ensuring an adequate level of protection of Personal Data.

LIBELLULE CONSEILS will ensure that where Personal Data is transferred to third parties outside of the LIBELLULE CONSEILS network for processing (for example to LIBELLULE CONSEILS's service providers to support LIBELLULE CONSEILS's business), it is only done where the Personal Data is adequately protected. LIBELLULE CONSEILS will achieve this by entering into written agreements with third parties which impose obligations that reflect the requirements of this Privacy Notice or using Standard Contractual Clauses approved by the European Commission (such as Standard Contractual Clauses for Data Controllers 2004/915/EC or Standard Contractual Clauses for Data Processors 2010/87/EU or any subsequent version) or any other mechanism officially recognized by Applicable Data Protection Laws as ensuring an adequate level of protection of Personal Data.

IV. Acting as a Processor

LIBELLULE CONSEILS will be "**Processor**" where it processes Personal Data on behalf of a "**Controller**" who instructs him how it can use the Personal Data. Where LIBELLULE CONSEILS acts in a capacity as a Processor of Personal Data on behalf of Clients, it shall act in accordance with the instructions of the Controller of such Personal Data.

LIBELLULE CONSEILS may be Processor on those Client engagements where Client provides specific instructions on which type of Personal Data provided by Client to LIBELLULE CONSEILS shall be processed by LIBELLULE CONSEILS, (ii) which operation or set of operations shall be performed by LIBELLULE CONSEILS on Personal Data, whether or not by automated means, such as collection, recording, organization, structuring, storage, adaptation or alteration, retrieval, consultation, use, disclosure by transmission, dissemination, or otherwise making available, alignment or combination, restriction, erasure, or destruction, (iii) for which duration Personal Data shall be processed and stored by LIBELLULE CONSEILS, (iv) which technical means (such as software or tools) LIBELLULE CONSEILS shall use to process Personal Data on behalf of Client, (v) what additional security measures shall be taken by LIBELLULE CONSEILS.

If complying with such instructions is not possible for any reason (for example due to a conflict with current or future legislation), LIBELLULE CONSEILS will promptly inform the Client (directly or via another LIBELLULE CONSEILS Firm) of its inability to comply with its instructions.

When LIBELLULE CONSEILS ceases to act on behalf of a Client, it will (at the Client's option) return, destroy or continue to properly protect all Personal Data it had received from that Client, save as provided otherwise under applicable law.

Save as specifically provided otherwise in the engagement letter or contract entered between LIBELLULE CONSEILS (Processor) and Client (Controller), LIBELLULE CONSEILS is authorized to (i) use any technical means it finds suitable to provide the Services and process Personal Data (such as selecting appropriate software solutions) all in accordance with the LIBELLULE CONSEILS security policies, (ii) engage sub-Processors to provide parts of the Services, access and use Personal Data, including outside the European Union, provided that sub-Processors are bound by written agreements that require them to provide at least the level of Personal Data protection required by this Privacy Notice, and subject to principle 10-"Information transfer and compliance" above.

Where LIBELLULE CONSEILS acts as such a Processor, it also has a duty to help Client to comply with the law (subject to the Client meeting the LIBELLULE CONSEILS's related

costs and expenses), for example (i) by informing the Client about the processing activities that LIBELLULE CONSEILS carry out so that it may inform the relevant Data Subjects; (ii) at the Client's request putting in place reasonable measures to have that Personal Data updated, corrected, anonymized or deleted (subject to certain limited exceptions), and inform other firms within the LIBELLULE CONSEILS network where such changes are made; and (iii) sending to the Client any requests they receive from Data Subjects for access to their Personal Data that the LIBELLULE CONSEILS Firm holds, so that the Client may respond to those Data Subjects.

Where acting as such a Processor of Personal Data, LIBELLULE CONSEILS will in any event treat such Personal Data in accordance with the above paragraphs relating to security and confidentiality and information transfer and compliance, only transfer Personal Data where the Client has agreed to such a transfer (which it may do in advance under the terms of engagement with LIBELLULE CONSEILS) and inform the Client if there is serious breach of security in relation to Personal Data so that it can inform the Data Subjects concerned, where necessary.

V. International Databases

For legitimate business and professional reasons, LIBELLULE CONSEILS International has created, will continue to create, and will maintain, systems and applications that contain Personal Data about LIBELLULE CONSEILS Personnel (and, where applicable, their immediate family members) and Clients, suppliers, contractors and business associates. These systems and applications are part of the shared electronic communications, knowledge management, and information technology environments of the LIBELLULE CONSEILS Firms and are used to share this Personal Data between LIBELLULE CONSEILS Firms to the extent permitted by law and applicable professional standards.

VI. Complaints, Questions and Additional Information

LIBELLULE CONSEILS is committed to protecting the privacy of your personal information. If you have questions or comments about our administration of your personal information, please contact us at LIBELLULE CONSEILS Privacy Officer (fabricekron@libellule.cloud). You may also use this address to communicate any concerns you may have regarding compliance with the present Privacy Notice.

We will acknowledge your email within 14 days and seek to resolve your concern within one month of receipt. Where the concern is complex or we have a large volume of concerns, we will notify you that the concern will take longer than one month to resolve, and we will seek to resolve your concern within three months of the concern being first raised.

In any event, you always have the right to lodge a complaint with the French Data Privacy Regulatory Authority, the Commission Nationale de l'Informatique et Libertés (CNIL).

VII. Changes to this Privacy Notice

LIBELLULE CONSEILS may modify this Privacy Notice from time to time to reflect our current privacy practices. When we make changes to this Privacy Notice, we will revise the "updated" date at the top of this page. Any changes to the processing of personal data as described in this Privacy Notice affecting you will be communicated to you through an appropriate channel, depending on how we normally communicate with you.